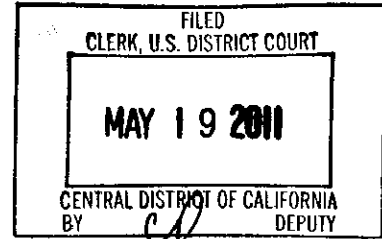


1 JOHN N. TEDFORD, IV (State Bar No. 205537)
JTedford@DGDK.com
2 ENID COLSON (State Bar No. 189912)
EColson@DGDK.com
3 DANNING, GILL, DIAMOND & KOLLITZ, LLP
2029 Century Park East, Third Floor
4 Los Angeles, California 90067-2904
Telephone: (310) 277-0077
5 Facsimile: (310) 277-5735



6 Attorneys for Meruelo Maddux Properties, Inc., and
affiliated Debtors and Debtors-in-Possession

7 UNITED STATES BANKRUPTCY COURT

8 CENTRAL DISTRICT OF CALIFORNIA

9 SAN FERNANDO VALLEY DIVISION

10 In re) Case No. 1:09-bk-13356-VK
11 MERUELO MADDUX PROPERTIES, INC.,) Chapter 11 (Jointly Administered)
12 et al.,¹)
13 Debtors and Debtors-in-) **STATEMENT OF ISSUES ON APPEAL OF**
Possession.) **ORDER GRANTING EQUITY**
14) **COMMITTEE'S MOTION TO**
) **RECONSIDER ORDER APPROVING**
) **SETTLEMENT WITH CATHAY BANK**
15 ☐ Affects all Debtors)
16 ☒ Affects the following Debtor(s):)
17 Meruelo Maddux Properties, Inc.)
(1:09-bk-13356-VK))
18 Alameda Produce Market, LLC)
19 1:09-bk-13394-VK)
20)

21 Meruelo Maddux Properties, Inc. ("MMPT") and Alameda Produce Market, LLC ("APM")
22 and, collectively, with MMPI, the "Debtors") hereby submit their statement of issues to be
23 presented in connection with their appeal from the *Order Granting Equity Committee's Motion to*
24 *Reconsider Order Approving Settlement with Cathay Bank* (the "Order") entered by the United
25
26

27 ¹ Pursuant to an order of the Court, this case is being jointly administered with 53 chapter 11 cases filed by
28 affiliated entities. The affiliated case numbers are as follows: 1:09-bk-13338-VK; 1:09-bk-13358-VK through 1:09-
bk-13407-VK; 1:09-bk-13434-VK; and 1:09-bk-13439-VK.

1 States Bankruptcy Court for the Central District of California, San Fernando Valley Division, on or
2 about April 20, 2011 (*docket entry no. 3008*):

3 1. Whether the Bankruptcy Court erred when it granted, to the extent set forth in the
4 Order, the *Motion to Reconsider Order Approving Settlement with Cathay Bank*² attached as an
5 exhibit to the *Equity Committee's Notice of Ex Parte Application for Order Shortening Time for*
6 *Hearing on Motion to Reconsider Order Approving Settlement with Cathay Bank* (the
7 "Reconsideration Motion").

8 2. Whether the Bankruptcy Court erred when it set aside approval of and/or rendered
9 void the following agreements: (i) the Settlement Agreement among MMPI, APM and Cathay
10 Bank dated as of April 29, 2010; (ii) the Third Modification And Extension Agreement among
11 APM, MMPI and Cathay Bank dated as of April 29, 2010; and (iii) the Memorandum of Third
12 Modification and Extension Agreement among APM, MMPI and Cathay Bank dated as of April
13 29, 2010.

14 Dated: May 18, 2011

DANNING, GILL, DIAMOND & KOLLITZ, LLP

15
16 By: 

17 Enid M. Colson
18 Attorneys for Meruelo Maddux Properties,
19 Inc., and affiliated Debtors and Debtors-in-
20 Possession
21
22
23
24

25 ² The Reconsideration Motion was attached to an *ex parte* application, which was originally
26 filed under event code of "notice of motion/application" (*docket entry no. 2692*). At the request of
27 the Clerk of the Bankruptcy Court, the Reconsideration Motion was refilled as an "ex parte
28 application" (*docket entry no. 2669*). Although required by Local Rules, the Reconsideration
Motion has never been filed as a separate pleading but only as an attachment to the *ex parte*
application.

In re: MERUELO MADDUX PROPERTIES, INC.

CHAPTER: 11

Debtor(s). CASE NUMBER: 1:09-bk-13356-KT

NOTE: When using this form to indicate service of a proposed order, DO NOT list any person or entity in Category I. Proposed orders do not generate an NEF because only orders that have been entered are placed on the CM/ECF docket.

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: Danning, Gill, Diamond & Kollitz, LLP, 2029 Century Park East, Third Floor, Los Angeles, CA 90067

A true and correct copy of the foregoing document described **STATEMENT OF ISSUES ON APPEAL OF ORDER GRANTING EQUITY COMMITTEE'S MOTION TO RECONSIDER ORDER APPROVING SETTLEMENT WITH CATHAY BANK** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner indicated below:

I. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF") – Pursuant to controlling General Order(s) and Local Bankruptcy Rule(s) ("LBR"), the foregoing document will be served by the court via NEF and hyperlink to the document. On May 18, 2011, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following person(s) are on the Electronic Mail Notice List to receive NEF transmission at the email address(es) indicated below:

Robert Abiri, rabiri@abiriszeto.com

Allison R Axenrod, allison@claimsrecoveryllc.com

Christopher J Bagnaschi, cb@cjblaw.com (special counsel for Debtors)

William C Bollard, eal@jbblaw.com; kmg@jbblaw.com; dritchie@jbblaw.com; william@jbblaw.com
(counsel for Victory Outreach La Puente, Inc.)

Peter Bonfante, peterbonfante@bsalawfirm.com (counsel for Taylor International Fund)

Jennifer L Braun, jennifer.l.braun@usdoj.gov (Office of the U.S. Trustee)

Howard Camhi, hcamhi@ecjlaw.com (counsel for Kennedy Funding Inc., and Grand Avenue Lofts HOA)

Gary O Caris, gcaris@mckennalong.com (counsel for EDI Architecture)

James E Carlberg, jcarlberg@boselaw.com (counsel for Woodland Farms, Inc.)

Sara Chenetz, chenetz@blankrome.com (counsel for City National Bank)

Jacquelyn H Choi, jchoi@swjlaw.com (counsel for L.A. County Tax Collector)

Carol Chow, CChow@Stutman.com (counsel for Debtors)

Cynthia M Cohen, cynthiacohen@paulhastings.com (counsel for Global Asset Capital; special counsel for Charlestown and Hartland)

Ronald R Cohn, rcohn@horganrosen.com (counsel for Pacific Commerce Bank)

Enid M. Colson, emc@dgdk.com (counsel for Debtors)

Emily R Culler, eculler@stutman.com (counsel for Debtors)

Susan S Davis, sdavis@coxcastle.com (non-bankruptcy counsel for Debtors)

Aaron De Leest, aed@dgdk.com (counsel for Debtors)

Daniel Denny, ddenny@gibsondunn.com

Jeffrey W Dulberg, jdulberg@pszjlaw.com (attorneys for Legendary)

Marina Fineman, mfineman@stutman.com (attorneys for Debtors)

Michael G Fletcher, mfletcher@frandzel.com (counsel for Cathay Bank)

☒ Service information continued on attached page

1	In re: MERUELO MADDUX PROPERTIES, INC.	CHAPTER: 11
2	Debtor(s).	CASE NUMBER: 1:09-bk-13356-VK

3 Donald L Gaffney, dgaffney@swlaw.com (counsel for Bank of America)
4 Thomas M Geher, trng@jmbm.com (counsel for Berkadia Commercial Mortgage, Inc.)
5 Bernard R Given, bgiven@frandzel.com (counsel for Cathay Bank)
6 Barry S Glaser, bglaser@swjlaw.com (counsel for L.A. County Tax Collector)
7 Gabriel I Glazer, gglazer@stutman.com (counsel for Debtors)
8 Matthew A Gold, courts@argopartners.net
9 Michael J Gomez, mgomez@frandzel.com (counsel for Cathay Bank)
10 Michael I Gottfried, mgottfried@lgbfirm.com (counsel for SCI-Arc)
11 John A Graham, jag@jmbm.com (counsel for Berkadia Commercial Mortgage, Inc.)
12 Ofer M Grossman, omglaw@gmail.com (counsel for Justman Packaging & Display)
13 Jodie M Grotins, jgrotins@mcguirewoods.com (counsel for Esmark)
14 Peter J Gurfein, pgurfein@lgbfirm.com (counsel for Grand Avenue Lofts / CIM)
15 Cara Hagan, carahagan@haganlaw.org (counsel for PNL Pomona)
16 Asa S Hami, ahami@sulmeyerlaw.com (counsel for Creditors Committee)
17 Brian T Harvey, bharvey@buchalter.com (counsel for California Bank & Trust)
18 Lance M. Jurich, ljurich@loeb.com (counsel for Canpartners)
19 William H. Kiekhofner, wkiekhofner@mcguirewoods.com (counsel for Esmark)
20 Andrew F Kim, kim-a@blankrome.com (counsel for City National Bank)
21 Michael S Kogan, mkogan@ecjlaw.com (counsel for Kennedy Funding Inc.)
22 Lewis R Landau, lew@landaunet.com (conflicts counsel for Creditors Committee)
23 Leib M Lerner, leib.lerner@alston.com (counsel for Ernst & Young)
24 Matthew A Lesnick, matt@lesnicklaw.com (counsel for Charlestown and Hartland)
25 David E Leta, dleta@swlaw.com (counsel for FNBN-CMLCON I LLC)
26 Katherine Lien, katie.lien@sbcglobal.net; katieliem@gmail.com
27 Steven K Linkon, slinkon@rcolegal.com (counsel for Chinatrust Bank)
28 R. Michael Llewellyn, michael.llewellyn@boe.ca.gov (counsel for California State Board of Equalization)
Richard Malatt, rmalatt@gmail.com
Elmer D Martin, elmermartin@gmail.com (counsel for East West Bank)
Elissa Miller, emiller@sulmeyerlaw.com (counsel for Creditors Committee)
Avi Muhtar, amuhtar@sulmeyerlaw.com (counsel for Creditors Committee)
Jeffrey P Nolan, jnolan@pszjlaw.com (counsel for Legendary)
Henry H Oh, henry.oh@dlapiper.com (special counsel for Debtors)
Lawrence Peitzman, lpeitzman@pwkllp.com (counsel for John Maddux)
Eric S Pezold, epezold@swlaw.com (counsel for Bank of America)
Christopher E Prince, cprince@lesnickprince.com (counsel for Charlestown and Hartland)
Dean G Rallis Jr, drallis@sulmeyerlaw.com (counsel for Creditors Committee)
Kurt Ramlo, kurt.ramlo@dlapiper.com (special counsel for Debtors)
Michael B Reynolds, mreynolds@swlaw.com (counsel for FNBN-CMLCON I LLC)
Jeremy V Richards, jrichards@pszjlaw.com (counsel for Legendary)
James S Riley, tgarza@sierrafunds.com
Martha E Romero, Romero@mromerolawfirm.com (counsel for San Bernardino County Tax Collector)
Victor A Sahn, vsahn@sulmeyerlaw.com (counsel for Creditors Committee)
Kenneth J Shaffer, jshaffer@stutman.com (counsel for Debtors)
Zev Shechtman, zshechtman@dgdk.com (counsel for Debtors)
David B Shemano, dshemano@pwkllp.com (counsel for John Maddux)

☒ Service information continued on attached page

In re: MERUELO MADDUX PROPERTIES, INC.

CHAPTER: 11

Debtor(s).

CASE NUMBER: 1:09-bk-13356-VK

Jeffrey S Shinbrot, shinbrot@earthlink.net (counsel for Rodriguez, et al.; Union Restaurant & Lounge)
 Lori Sinanyan, lsinanyan@jonesday.com (counsel for East West Bank)
 Daniel H Slate, dslate@buchalter.com (counsel for California Bank & Trust)
 Surjit P Soni, surjit@sonilaw.com (counsel for Legendary)
 Bennett L Spiegel, blspiegel@jonesday.com (counsel for East West Bank)
 James Stang, jstang@pszjlaw.com (counsel for Legendary)
 Catherine Steege, csteeg@jenner.com (counsel for Equity Committee)
 Derrick Talerico, dtalerico@loeb.com (counsel for Canpartners)
 John N Tedford, jtedford@dgdk.com (counsel for Debtors)
 Damon Thayer, dthayer@jenner.com (counsel for Equity Committee)
 Alan G Tippie, atippie@sulmeyerlaw.com (counsel for Creditors Committee)
 United States Trustee (SV), ustpreion16.wh.ecf@usdoj.gov
 Jason L Weisberg, jason@gdclawyers.com (counsel for Roofcorp)
 William E Winfield, wwinfield@nchc.com
 Jasmin Yang, jyang@swlaw.com (counsel for Bank of America)

II. SERVED BY U.S. MAIL OR OVERNIGHT MAIL (indicate method for each person or entity served):

On May 18, 2011, I served the following person(s) and/or entity(ies) at the last known address(es) in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States Mail, first class, postage prepaid, and/or with an overnight mail service addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Served by U.S. Mail

Honorable Victoria S. Kaufman, U.S. Bankruptcy Court, 21041 Burbank Boulevard, Room 301, Woodland Hills, CA 91367

☐ Service information continued on attached page

III. SERVED BY PERSONAL DELIVERY, FACSIMILE TRANSMISSION OR EMAIL (indicate method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on May 18, 2011, I served the following person(s) and/or entity(ies) by personal delivery, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on the judge will be completed no later than 24 hours after the document is filed.

Via EMail

Ron Orr & Professionals, Inc: ronorresq@aol.com (Attorneys for Equity Committee)
 Georgiana G. Rodiger: crodiger@rodigerlaw.com (Attorneys for Equity Committee)

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

May 18, 2011
 Date

CINDY M. CRIPE
 Type Name


 Signature